

BYLAWS OF THE FLORIDA CANCER CONTROL AND RESEARCH ADVISORY COUNCIL

ARTICLE I: AUTHORITY, TITLE, AND DEFINITIONS

- 1.1 **AUTHORITY:** The Cancer Control and Research Act (Section. 1004.435, Florida Statutes) establishes the Florida Cancer Control and Research Advisory Council (referred to as “the Council”).
- 1.2 **TITLE:** These bylaws may be known and cited as the bylaws of the Florida Cancer Control and Research Advisory Council.
- 1.3 **EXECUTIVE DIRECTOR:** Employee designated by Moffitt Cancer Center to administer the Council.

ARTICLE II: LOCATION AND STAFF

- 2.1 **LOCATION:** The Council office shall be located at the H. Lee Moffitt Cancer Center and Research Institute.
- 2.2 **STAFF:** The H. Lee Moffitt Cancer Center and Research Institute shall provide staff support and other assistance as reasonably necessary for the completion of the responsibilities of the Council. An Executive Director will be assigned to facilitate coordinated functions and assist in carry out of the duties of the Council.

ARTICLE III: MISSION AND PROCEDURES

- 3.1 **MISSION:** In an effort to reduce morbidity and mortality associated with cancer in Florida through prevention, early detection, and state-of-the-art therapy, the mission of the Council is:
 - a. To advise the Governor, the Legislature, and state agencies on cancer control programs, policies, priorities and initiatives,
 - b. To approve a state cancer plan, and coordinate with the Biomedical Research Advisory Council on a state cancer research plan
 - c. The Council will meet in person bi annually.
- 3.2 **PROCEDURES**
 - 3.2.1 *Advisory Capacity:* Issues may be brought to the Council by any member or other interested person by notifying the Chairperson or the Executive Director. Recommendations shall be made in writing to the Governor, Legislators, the Secretary of Health, or other appropriate individuals or agencies.

ARTICLE IV: COMPOSITION OF THE COUNCIL

- 4.1 COMPOSITION: Membership criteria, agencies represented, and requirements for minority representation are as specified in Section 1004.435, F.S (4)(a), Florida Statutes.

ARTICLE V: NOMINATION AND APPOINTMENT PROCESS

5.1 APPOINTMENT PROCESS

5.1.1 New Appointments

- 5.1.1.1 Organizations, the Governor's Office, the Speaker of the House's Office, and the Florida Senate President's Office shall provide the Executive Director the name of the member they wish to appoint.

5.1.2 Reappointments

- 5.1.2.1 At the end of a member's term, the represented organization shall notify the Executive Director if they wish to reappoint their current member or appoint a new one.

ARTICLE VI: MEMBERSHIP RULES

- 6.1 TERMS OF SERVICE: Organizations appoint members for a term of four years, and can be re-appointed for an unlimited number of terms.
- 6.2 RESIGNATION: A member wishing to resign before the end of his/her term shall submit a letter of resignation to the Executive Director. Organizations must immediately appoint a new member.
- 6.3 CONFLICT OF INTEREST: No member of the Council shall participate in any discussion or decision to recommend grants or contracts to any qualified nonprofit association or to any agency of this state or its political subdivisions with which the member is associated as a member of the governing body or as an employee or with which the member has entered into a contractual arrangement.
- 6.4 REMUNERATION: Council members will serve without pay per Section 1004.435, F.S. (4)(e).

ARTICLE VII: OFFICERS

- 7.1 CHAIRPERSON: A chairperson shall be selected by the majority of the Council for a term of 2 years. The chairperson shall appoint an executive committee of no fewer than three members to serve at the pleasure of the chairperson. This committee will prepare material for the council but make no final decisions.

The Chairperson, or his/her proxy, will liaison with other state councils and advisory boards as needed to fulfill the duties of the Council. The Chairperson may request participation by content experts or other state council/advisory members to fulfill the duties of the Council. These consultants will have no voting capacity and must adhere to the Council Conflict of Interest policy.

- 7.2 VICE CHAIRPERSON: A vice chairperson shall be selected by the majority of the Council for a term of 2 years.

ARTICLE VIII: DUTIES OF THE COUNCIL

- 8.1 DUTIES: The duties of the Council are outlined in F.S. 1004.435 (4)(g-m), Florida Statutes.

ARTICLE IX: MEETINGS

- 9.1 REGULAR MEETINGS: The Council shall meet at least twice a year. Notification of such meetings shall be at least thirty days prior to the meeting date, and shall be published in the Florida Administrative Weekly.
- 9.2 SPECIAL MEETINGS: Special meetings may be called by the Chairperson at his/her discretion upon the written request of four members of the Council. Notification of such meetings shall be at least fifteen days in advance of the meeting date.
- 9.3 QUORUM: Eight members shall constitute a quorum for the purpose of exercising the powers of the Council. A vote of the majority of the members present is sufficient for all actions of the Council.
- 9.4 EXECUTIVE COMMITTEE MEETINGS: The Chairperson shall appoint an executive committee of no fewer than three persons to serve at the pleasure of the chairperson. This committee will prepare material for the council but make no final decisions. Meetings of executive committee members shall be noticed 10 days prior to the meeting.

- 9.5 **SUBSTITUTES:** If a member cannot attend a meeting, s/he may send a substitute, who is authorized to vote. The member must notify the Executive Director in writing prior to the meeting if a substitute will be attending and who the substitute will be.
- 9.6 **ABSENCES:** Members shall inform the Executive Director if they are unable to attend a scheduled meeting. In the event of two consecutive absences without just cause or prior notification, even if a substitute is provided, a member may be asked by the Chairperson to submit a letter of resignation. The sponsoring organization will be notified and asked to nominate another representative.
- 9.7 **RULES OF ORDER:** The rules contained in the current edition of Roberts Rules of Order shall govern the Council in all cases to which they are applicable, and in which they are consistent with these bylaws and any special rules of order the Council shall adopt.

ARTICLE X: AMENDMENT OF BYLAWS

- 10.1 **PROCEDURE:** The Council may prescribe, amend, and repeal bylaws governing the manner in which the business of the Council is conducted. The bylaws can be amended by a two-thirds vote of the Council provided that the proposed amendment has been submitted in writing to all members at least fifteen days in advance of the next regular or special meeting, and that a quorum is present.

ARTICLE XI: INDEMNIFICATION OF DIRECTORS AND OFFICERS

- 11.1 To the fullest extent permitted by law, and to the extent not covered by insurance, the Corporation shall indemnify, hold harmless, and pay on behalf of its Directors and officers, including former Directors and officers, for any and all claims and liabilities which any such Director may incur as a result of serving or having served as a Director or officer, or by reason of any action, incident, error, or omission committed as a Director or officer. In addition, the Corporation shall reimburse such Director or officer for reasonable attorneys' and legal assistants' fees and costs incurred in connection with any such claim or liability. Notwithstanding the foregoing, the Corporation shall not indemnify any Director or officer for any expenses incurred in relation to any claim or liability arising out of that Director's or officer's own willful misconduct, bad faith, gross negligence, conscious disregard for the best interests of the Corporation, recklessness, violation of criminal law (unless the Director or officer had reasonable cause to believe that his or her conduct was lawful or had no reasonable cause to believe his or her conduct was unlawful), as a result of a final adjudication, or any transaction from which the Director or officer derived an improper personal benefit, either directly or indirectly.